



UP

LOOKING

LOOKING FORWARD

GRACE

Talent | Technology | Trust™

W.R. GRACE & CO.
2013 ANNUAL REPORT



Built on talent, technology, and trust, Grace high-performance specialty chemicals and materials improve the products and processes of our customer partners around the world. Through our Research & Development and in partnership with our customers, we develop, manufacture, license, and support technologies in catalysts, silica-based materials, construction products, and more.

We have built strong franchises in large global markets, with more than 70 percent of our sales coming in segments where we rank first or second. We are world leaders in FCC catalysts and polyolefin catalysts; first in specialty silica gel and can sealants; number one in cement additives and number two in concrete admixtures; and number one in pre-applied waterproofing. This leadership is earned through the value of technically differentiated, specialized products; technical and material science expertise; flexible worldwide manufacturing capabilities; and financial strength.

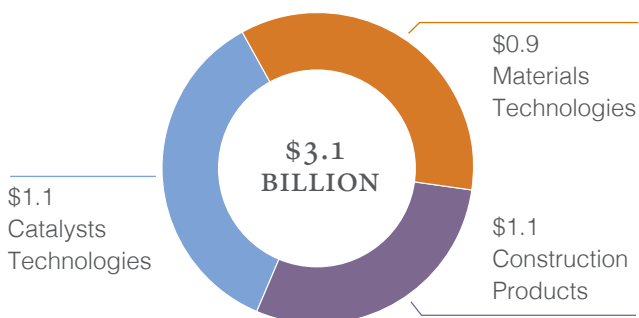
Our commitment is to deliver value, safely and sustainably, to our customers in more than 150 countries, to shareholders, and to the communities where we operate in some 40 countries. Since 1854, we have worked hard to earn and keep the trust of customers—including many of the world's most recognized brands—by reliably delivering high quality products and services in close partnership with our customers.

We emerge from a challenging decade with a strong business in a strengthening worldwide economy. We move forward as a highly integrated global operating company with a diverse and balanced product portfolio and a record of solid financial performance. Our greatest opportunities lie directly in our path, aligned with our core strengths, and achievable through the businesses we know.

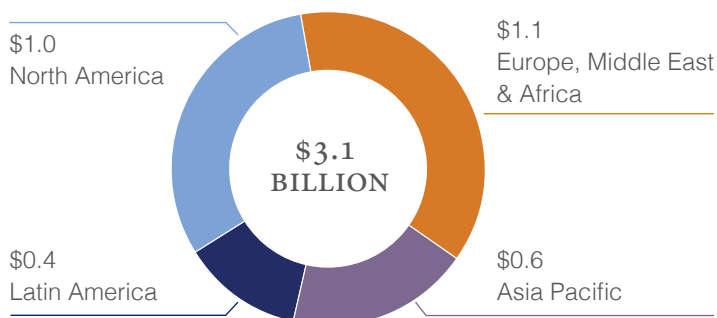
We see opportunity for Grace and our shareholders; a future in which our tested, disciplined management approach continues to move us steadily along our path of growth and market leadership as a focused specialty chemical company.

BALANCED PORTFOLIO SERVING LARGE GLOBAL MARKETS

2013 Sales by Operating Segment

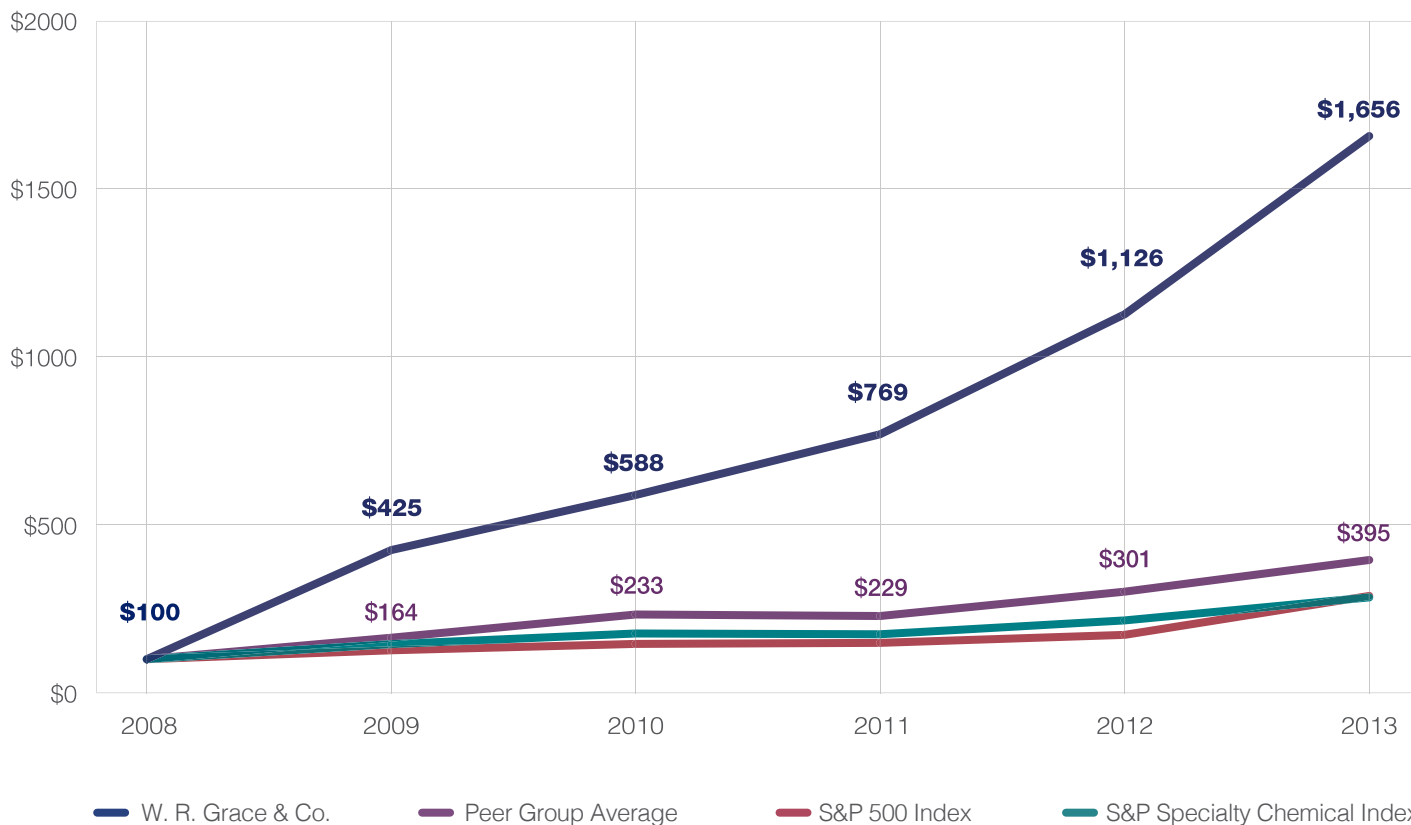


2013 Sales by Region



PERFORMANCE COMPARISON | Grace vs. peers, S&P 500, and S&P 500 Chemical Industry

This chart compares Grace's total shareholder return for the five years ended December 31, 2013, to the combined total shareholder returns of our financial peers,* the Standard & Poor's 500 Index, and the Standard & Poor's 500 Chemical Industry. This chart assumes the investment of \$100 on December 31, 2008, and the immediate reinvestment of dividends for dividend-paying stocks.



*Financial peer group includes: Albemarle, BASF, Cytec, Dow Chemical, Du Pont, FMC Corp, International Flavors & Fragrances, Rockwood, RPM International and Valspar. Please refer to our Annual Report on Form 10-K filed with the United States Securities and Exchange commission and available at www.sec.gov for additional information on our business, legal proceedings, our financial condition, results of operations, and reconciliations of Non-GAAP financial measures.

UP

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A LETTER FROM THE CHAIRMAN & CHIEF EXECUTIVE OFFICER

Shareholders, Customers, and Colleagues:

I am pleased to report we emerged from Chapter 11 bankruptcy on February 3, 2014, and now our sole focus has returned to the growth of our business on the platform of talent, technology, and trust.

In the first quarter, ART, our joint venture with Chevron, signed an important commercial agreement with Chevron Lummus Global (CLG), the world's largest hydrocracking technology licensor. This expanded relationship, which allows ART to market catalysts to CLG licensees and other refining customers, helped drive double-digit earnings growth in ART in 2013.

In December, we closed on the acquisition of the UNIPOL® Polypropylene Licensing and Catalysts business and gained some 90 talented professionals, making Grace number one in polyolefin catalysts and a clear leader in polypropylene catalyst and process technologies. This premier business is one of the most important and strategic of the 22 businesses we have acquired since 2003. As the world's leading process catalysts company, we are in a position to realize the most value in a franchise the size and quality of the UNIPOL® Polypropylene Process Technology business. It is a strong strategic fit with our existing polyolefin catalyst portfolio and consistent with our strategy to capture opportunity in emerging markets where demand for plastics is rising along with disposable incomes.

In Materials Technologies, the segment in which we develop and manufacture engineered materials, coatings, and sealants used in consumer, industrial, packaging, and pharmaceutical applications, we achieved steady performance improvement. We remain the worldwide leader in specialty silica gel technologies, which contributed to expanding margins and double-digit earnings growth. We continue to lead in can sealants where our growth was primarily in emerging regions.

Our global Construction Products business, which is primarily focused on specialty additives as well as air barriers and waterproofing membranes, experienced its best year since 2008. Riding the construction recovery in North America and improved profitability in Europe, Grace Construction Products increased earnings 21 percent over 2012. A small acquisition in Australia—the Chemind waterproofing business—continues to deliver outsized benefits in technology and market share.



On February 3, 2014, the Joint Plan of Reorganization became effective, ending the Chapter 11 bankruptcy. All pending and future asbestos-related claims are channeled to two independent trusts established to compensate asbestos personal injury claimants and property owners. All allowed claims of non-asbestos creditors were paid in full upon emergence. The trusts are funded so that claimants can be paid and we can return our undivided attention to our business.

I want to publicly thank all of our valued customers, suppliers, employees, and investors who placed their trust in Grace during this challenging period. For that, I am extremely grateful.

We will continue to grow through product innovation, geographic expansion, and bolt-on acquisitions. We will improve profitability by developing products valued by our customers, and through productivity. We will put our strong free cash flow to work as we invest in our businesses and exercise discipline in capital allocation.

I am confident Grace can generate more than \$2 billion in cumulative Adjusted Free Cash Flow by the end of 2018. With a disciplined approach to capital allocation, we will deploy that capital to yield the highest returns, whether that be by expanding internal capacity, bolt-on acquisitions, technology enhancements, or buying back our own shares.

Grace investors have come to expect solid Return On Invested Capital through strong cash flow, profitability, and growth. We look ahead with great enthusiasm because we see clear paths forward for each of these vital measures of our performance.

I'd like to thank our Board of Directors for their guidance, their support, and their commitment in moving Grace beyond one of the most significant milestones in the 160-year history of our business.

We will achieve our goals by unleashing the remarkable talent across our organization—from R&D, Six Sigma, and supply chain to sales and technical support. Our talent runs as deep as our commitment to new technologies that drive value for our customers. Consistent, reliable value lies at the heart of the trust that is the ultimate measure of our success.

Thank you for your continuing confidence.

Fred E. Festa

Chairman and Chief Executive Officer

February 27, 2014

**“GRACE INVESTORS HAVE COME TO EXPECT
SOLID RETURN ON INVESTED CAPITAL
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ENTHUSIASM BECAUSE WE SEE CLEAR PATHS
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MEASURES OF OUR PERFORMANCE.”**

GROW STRONGER, MORE INTEGRATED

DIVERSE, COMPLEMENTARY BUSINESS SEGMENTS

The value of operating three global, diverse, yet complementary business segments was demonstrated again in 2013. Each business continued to strengthen strategic market and technology positions, providing high-value products and technical services vital to our customers' success. Each segment continued to be managed for solid long-term growth, strong free cash flow, and profitability.

Grace continued the global integration of our functional organization and the implementation of global simple standards process. We remained in the top quartile of the chemical industry in safety performance. We now manage our operations in more than 40 countries through global hubs in North America, Europe, Latin America, and Asia.

GRACE CATALYSTS TECHNOLOGIES

Catalysts Technologies Broadens Markets through UNIPOL® Polypropylene Acquisition, New Products, and ART Agreement

Grace Catalysts Technologies is the global leader in process catalysts, developing and manufacturing catalysts and related technologies used in refining, petrochemical and other chemical manufacturing applications. Grace's Advanced Refining Technologies joint venture is managed in this segment, as is our UNIPOL® Polypropylene Licensing and Catalysts business.

In 2013, Grace completed its most significant acquisition in the last decade, purchasing the assets of the UNIPOL® Polypropylene Licensing and Catalysts business from the Dow Chemical Company. The transaction lifts Grace to the number two polypropylene licensor worldwide while expanding opportunities for Grace's broader catalysts business.

In response to challenges in our FCC business, Grace's R&D and technical teams developed and introduced the ACHIEVE® family of FCC catalysts address the growth of tight oil crude in North America. Meanwhile, our new Midas® GOLD family of FCC catalysts is providing solutions to increasing demand for heavy resid processing, as well as the growth in resid-to-propylene applications, primarily in the Middle East and Asia.

#1 IN FCC CATALYSTS

#1 IN RESID HYDROPROCESSING CATALYSTS

#1 IN INDEPENDENT POLYETHYLENE CATALYSTS

#2 IN POLYPROPYLENE CATALYSTS

#2 IN POLYPROPYLENE PROCESS TECHNOLOGY LICENSING



Also in 2013, ART signed an agreement with Chevron Lummus Global (CLG), giving ART the exclusive rights to sell CLG's hydrocracking and lubes hydroprocessing catalysts to CLG's licensees and other petroleum refiners for unit refills. The agreement streamlines hydroprocessing catalyst supply and improves technical service for refining customers.

ART, a joint venture between Grace and Chevron, is a leading supplier of hydroprocessing catalysts, with a portfolio of distillate hydrotreating, fixed bed resid hydrotreating, and ebullated bed resid hydrocracking catalysts. CLG is a world leader in hydroprocessing technology development and commercialization, with licensing, engineering, and petroleum refining expertise. CLG is a joint venture between a subsidiary of Chevron and CB&I's Lummus Technology group.

ART's ICR[®] hydrocracking and fixed bed resid hydrotreating catalysts systems are addressing rising demand for bottom-of-the-barrel upgrading and conversion, and the growth in demand for ultra-low sulfur diesel fuel.

Investment in our worldwide catalyst manufacturing capabilities continued in 2013, as we moved forward with design for the first FCC catalysts and additives plant in the Middle East through our joint venture with Al Dahra Agricultural Company.

Grace adds UNIPOL[®] Polypropylene Process Technology Licensing and Catalysts Business

On December 2, 2013, Grace completed the acquisition of the assets of the UNIPOL[®] Polypropylene Licensing and Catalysts business, including nearly all its employees, making Grace the second largest polypropylene process technology licensor in the world based on installed capacity.

As a leading supplier of polyolefin catalyst technology with the broadest portfolio of any polyethylene/polypropylene catalyst producer, the addition of world-class polypropylene process technology and catalysts is a significant enhancement of Grace's catalysts business.

The UNIPOL[®] Polypropylene Process Technology, including the advanced process control UNIPOL UNIPPAC[®] Process Control software, is a recognized leader in the industry. The SHAC[®] Catalysts Systems, and Sixth Generation non-phthalate CONSISTA[®] Catalysts Systems enhance Grace's polyolefin catalysts portfolio, which includes MAGNAPORE[®], Cr-based Ziegler-Natta, and Single Site Catalysts polyethylene catalyst systems; as well as POLYTRAK[®] and HYAMPP[®] polypropylene catalyst systems.

UNIPOL[®] PP Process Technology is an all gas-phase technology based on a fluidized bed reactor system. The core UNIPOL[™] PP facility has the smallest footprint in the industry—about 60 meters by 65 meters—and includes operations for purification, reaction, purging, vent recovery, additive addition, and pelleting. The simple, reliable design of UNIPOL[®] PP Technology, coupled with SHAC[®] Catalyst Systems and the new CONSISTA[®] Catalyst Systems, offer the ability to produce industry leading polypropylene products with the attendant economic benefits.

TALENT

SUSTAINING INNOVATION WITH

Talented Research Team Adds Still More Value to Flagship Preprufe® Product

It's always an achievement when you improve on a leader, especially when it means solving inherent technology tradeoffs. Bob Wiercinski and Xia Cao accomplished both with their invention of a new feature for Grace's flagship Preprufe® pre-applied waterproofing membrane. Without compromising the proven bonding attributes of the Preprufe® technology, they found a way to free installers from the headaches of a release liner making installation faster, easier, and less wasteful on site.

Through deep knowledge, experience, and relentless drive, Bob and Xia overcame the technical dilemma of developing an adhesive membrane with no protective liner. The resulting product will not stick to itself in a roll but still provides the trusted Preprufe® bond when fresh concrete is placed against its surface.

They solved the challenge quickly by overcoming the development hurdles often encountered in real-world application testing. Xia and Bob accelerated development by working on alternative routes and parallel technology paths. The broad and innovative approach resulted in a family of patent applications, covering Grace's preferred technology as well as alternative solutions.

The new liner-free product, Preprufe Plus®, enhances Grace's position as global technology leader in pre-applied waterproofing membranes. Launched in late 2013, with strong customer feedback, it's expected that over the next five years it will replace the original Preprufe® technology. Grace talent, as exemplified by Xia and Bob, continues to drive additional value for our customers.

Grace's Cambridge, MA-based
Senior R&D Engineer Xia Cao and
Research Fellow Bob Wiercinski,
developed the liner-free pre-applied
waterproofing membrane that is now
delivering performance and environmental
benefits to Specialty Building Materials
customers around the world.



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GRACE MATERIALS TECHNOLOGIES

New Products to New Markets

#1 IN SPECIALTY SILICA GEL

#1 IN CAN SEALANTS

Grace Materials Technologies is the worldwide leader in specialty silica gel and in can sealants. Within this segment, we manufacture engineered materials, coatings and sealants used in consumer, industrial, packaging, and pharmaceutical applications. Our foundational expertise in silica-based and silica-alumina-based materials creates extensive, specialized, high-value opportunities in diverse markets.

The segment demands continuous product innovation and collaboration with customers. Once products are developed, they translate well into high-growth emerging markets.

In the face of recovering U.S. and European markets, coupled with continued growth in emerging regions, Grace's SYLOID® silica matting for industrial coatings; our SYLOBLOC® plastics anti-block product; our LUDOX® colloidal binder; and our new SYLOBEAD® adsorbents for gas drying are improving customer product performance and sustainability while lowering costs.

Our silica-based VYDAC® media, Reveleris® chromatography instrumentation, and Synthetech® pharmaceutical intermediates are helping customers speed drugs to market and reducing costs while delivering higher purity for bio and pharma applications.

In 2013 we completed preparation for the launch of ProVance™ pre-packed columns, a portfolio of break-through products that accelerate time-to-market while reducing costs in the purification of biologic drugs. For the first time, biopharmaceutical customers realize the benefits of Protein A and single-use chromatography using a silica-based resin.

We continue to grow our packaging technologies business, especially in emerging regions, driven by market appetites for sustainability and convenience as well as by changing regulation. Our DAREX® can and closure sealants remain the global leader, enhancing the shelf life of can and bottle contents as they prevent metal corrosion, protect package contents from the influence of metal, and ensure proper adhesion of sealing compounds.



Additional Investment in Growing Custom Fine Chemical Offerings for Pharmaceuticals, Nutraceuticals, and Cosmetics

In 2013, we continued to improve our R&D capabilities and production capacity to serve our growing Fine Chemicals product line. Today, we supply starting materials and intermediates for the manufacture of life-saving therapeutics in oncology, HIV, Hepatitis C, diabetes, and debilitating genetic disorders. We have a strong pipeline of customers with drugs in late-phase drug development, and commercial pharmaceutical customers with a number of drugs in early approval stages.

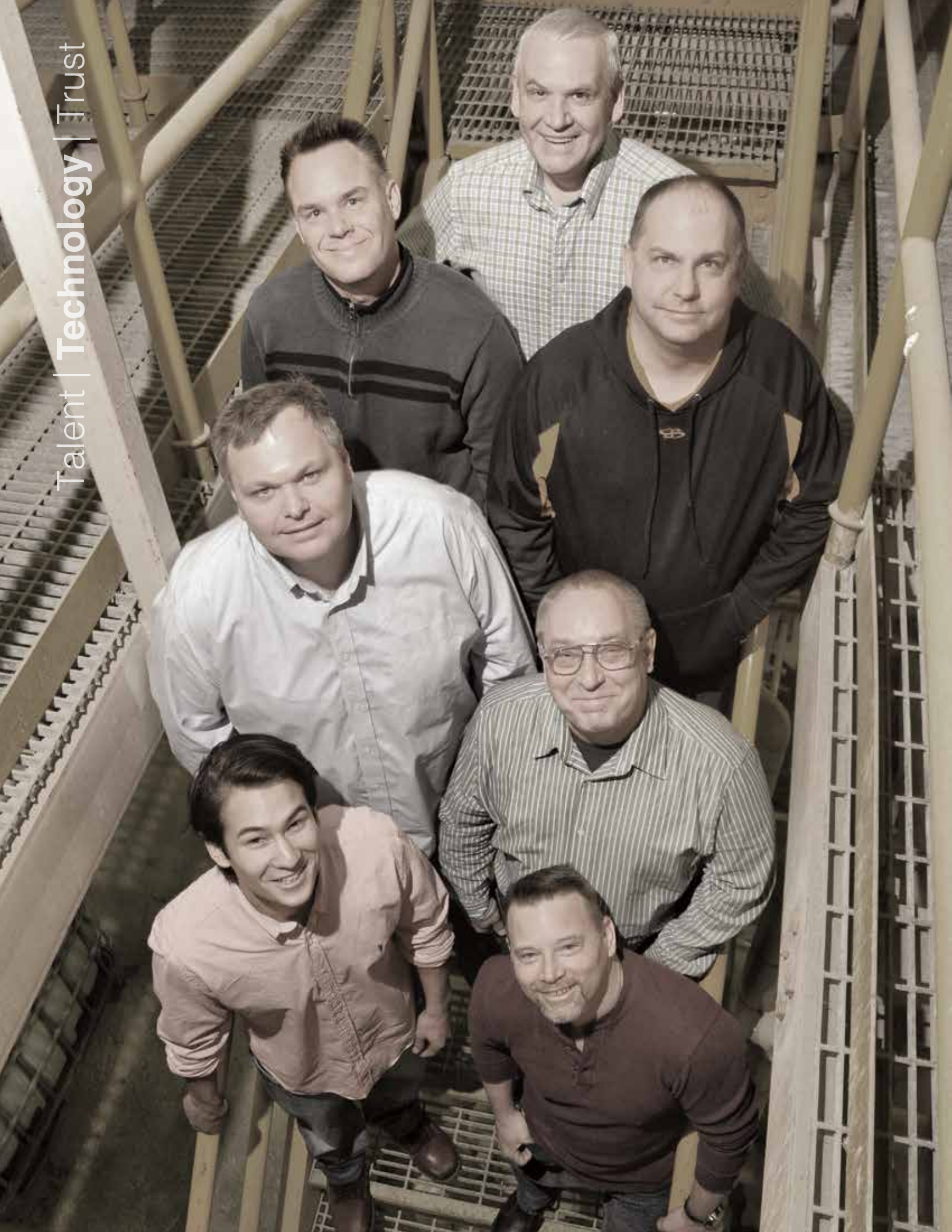
With our chiral chemistry and crystallization technology expertise we have built strong, long-term customer partnerships. We serve major pharmaceutical and emerging biopharmaceutical companies, as well as nutraceutical, cosmetic, and medical device companies around the world.

Serving these diverse sectors requires keen understanding of the complex and high-stakes confidentiality, quality, and regulatory requirements of our custom synthesis customers. We make a long-term commitment to these customers through an integrated “grams-to-tons” production model, supporting customers in early phases of product and process development through approval, market launch, and commercialization.

This capability and experience has been developed over more than 30 years in our Albany, Oregon manufacturing and R&D facility, which delivers custom manufacturing in multi-step organic, organometallic, and chiral chemistry. The Albany team is a recognized leader in process innovation and scale-up. In 2013, we continued to expand the team, placing even greater emphasis on technology development, process improvement, quality control and assurance, customer service, and safety.



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TECHNOLOGY

PROVING THE POWER OF

A key customer for Advanced Refining Technologies (ART) was a long-time user of a particular catalyst in their FCC pre-treat units. With two large units coming on line in the first half of 2013, they requested a new catalyst to improve activity.

A cross-functional team was formed and challenged to find a replacement catalyst in time for the 2013 turnarounds. At the same time, the team sought to produce this product using a new process technology in order to optimize manufacturing assets and improve customer response capabilities.

The team optimized scale up, simulating running conditions and overseeing successful trial and commercialization runs. Nearly continuously, through weekends and holidays, pilot plant units operated at 100 percent utilization to test catalyst performance and ensure quality data.

The team successfully met both challenges. The new catalyst, produced using the new process, has 10 percent more activity at similar fill cost compared to the previous generation product, thereby meeting the performance requirements for both customer FCC pre-treat units in time for the catalyst change. The new catalyst is now being customized for use by other refiners.

An integrated operations and Research & Development team demonstrated the power of Technology and the value of speed, as they developed a new catalyst for a longstanding customer in near record time. **Dave Hartman, Senior Technician Specialist; Dean Houston, Senior Technician Specialist; Gill Malick, R&D Chemist; Troy Miedona, Production Supervisor; Bruno Nesci, Senior Product and Development Specialist; Robert Novak, Process Engineer; and Henry Saternus, Senior R&D Engineer** stand together at the Grace 71st Street Chicago facility.

GRACE CONSTRUCTION PRODUCTS

Standing on a Global Platform

Grace Construction Products manufactures specialty construction materials with a focus on cement and concrete chemicals as well as specialty building materials, including air barriers and waterproofing membranes used in commercial, infrastructure, and residential construction. Grace is the global leader in cement additives, number 2 in concrete admixtures, and number 1 in pre-applied waterproofing.

In 2013, we saw the economic recovery strengthen in mature markets, especially the U.S. Emerging region demand for high-value construction products continues to rise as a result of continued development and increasing sophistication of construction methods.

#1 IN CEMENT ADDITIVES

#2 IN CONCRETE ADMIXTURES

#1 IN PRE-APPLIED WATERPROOFING

At year end, the Construction Products organization was realigned into two core product groups: Specialty Construction Chemicals and Specialty Building Materials. This global product focus builds on recent geographic expansion and success in emerging markets. On this strong worldwide platform, the product line structure will enhance development and delivery of new Grace products to customers around the world.

Specialty Construction Chemicals

Construction Chemicals includes concrete admixtures and fibers used to improve the strength, durability, and other properties of concrete, mortar, masonry and cementitious construction materials. The business also develops and markets additives, which are used in cement processing to improve energy efficiency in manufacturing, enhance the characteristics of finished cement, and improve ease of use.

Specialty Building Materials

Grace Specialty Building Materials continues to expand market leadership in protective systems for buildings and infrastructure, capturing the opportunity in major construction projects worldwide. We continue to develop niche product lines targeted to markets and geographies where they are most valued. These include Pieri® architectural and decorative concrete; Monokote® spray-applied fire protection products; DeNeef® concrete crack injection resins and soil stabilization; and Betec® specialty grouts and mortars.

In 2013, we completed construction of a new manufacturing facility in Ezhou, China, doubling our capacity to serve China and the rest of Asia. We also acquired Chemind Construction Products, a specialty manufacturer and distributor of waterproofing coating technologies, located in Brisbane, Australia.

Chemind added new waterproofing technology to Grace's global Construction Products portfolio and established our first waterproofing R&D and construction manufacturing facility in Australia. The operation formulates and manufactures specialty, high performance waterproof coatings that protect and preserve as well as improve the integrity, performance, and life of commercial, residential, and civil structures.





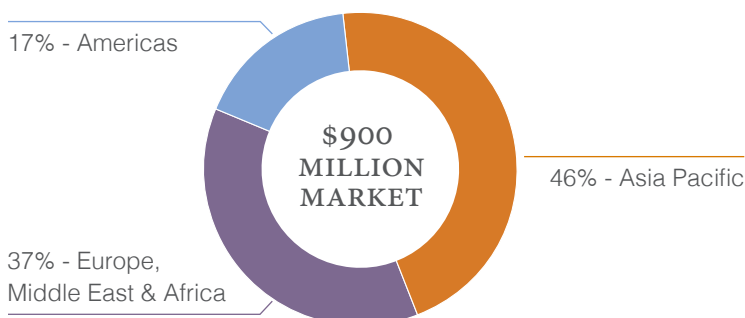
Specialty Building Materials: Global Opportunities in “Barriers”

Capturing Opportunities in Rebounding Markets, New Geographies, and New Markets

Specialty Building Materials provides protective and decorative solutions for commercial, infrastructure, and residential construction. With a new global product structure, Specialty Building Materials is now poised to take advantage of improvements in mature construction markets, and will continue to benefit from emerging market penetration and growth. We are expanding our presence in the Middle East, Asia Pacific (specifically China), Australia / New Zealand, as well as Latin America, emerging Europe, and Africa.

Our unified global specification team drives new product sales on the strength of differentiated products. Preprufe®, the premier pre-applied waterproofing system, has made Grace a global market leader in pre-applied structural waterproofing. From this geographic, market, technology, customer service, and manufacturing platform, Grace introduced Preprufe Plus® in 2013, a next generation product with improved leak prevention through a unique adhesive bond; an ability to increase contractor productivity; and a reduction in job site waste. Preprufe Plus® is being specified in signature projects throughout the world. New Specialty Building Materials technologies also include weather barriers to protect buildings above ground; and Silcor® polyurea/polyurethane liquid waterproofing coatings for horizontal surfaces.

Below Grade Waterproofing



TRUST

PARTNERING ON THE STRENGTH OF

Even After 20 Years, Grace Finds New Ways to Strengthen Customer Support

On May 2, 2013, Grace Discovery Sciences was recognized by a leading pharmaceutical manufacturer with an award for technical innovation in chromatographic purification. Grace was among a small handful of companies selected from among thousands of suppliers and vendors.

Grace has had a long-standing, trusted relationship with this customer. For the past 20 years, Grace has been supplying chromatography resin used in drug purification. Working with Grace the company was able to improve yields in their chromatography process. Aaron Gilden worked with the customer leadership to form a team that included Grace's Technical Purification Specialist, Reno Nguyen, as well as four team members from the customer. Through an in-depth collaborative examination of the purification process coupled with Grace's deep chromatography expertise and the application of Six Sigma tools, several opportunities for improvement were identified.

The team replaced manual steps to reduce variability and improve performance, with state-of-the-art innovations that streamlined the purification process. The new process delivers faster throughput and higher yields while requiring less purification media.

Grace's **Aaron Gilden, Sales Director, Americas**

(Deerfield, IL); and **Dr. Reno Nguyen, Technology**

Solution Manager (Hesperia, CA), led an effort

that garnered a pharmaceutical customer

award for innovation in 2013.



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TO UNIVERSAL PRINCIPLES

FROM SAFETY AND COMMUNITY

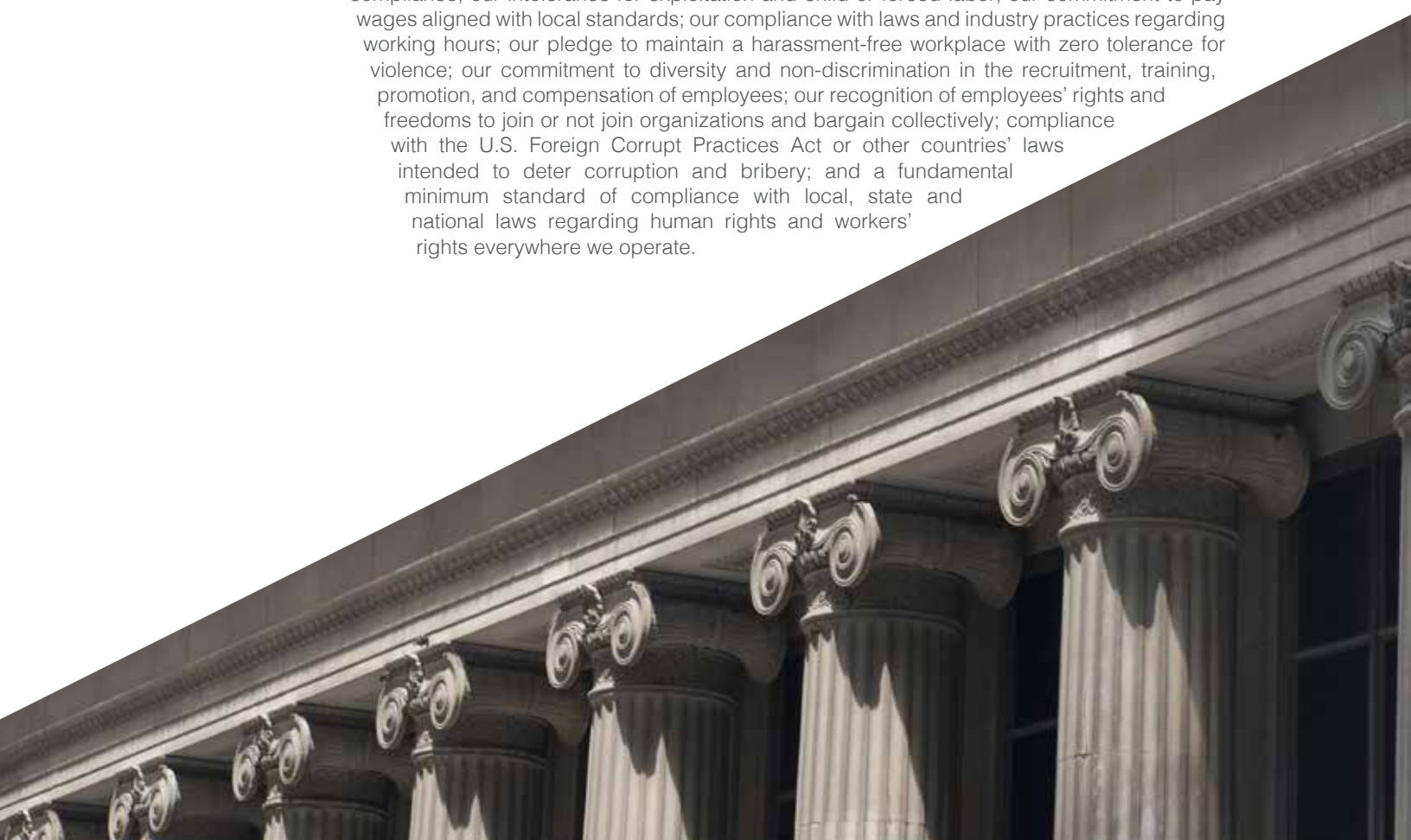
In 2013, Grace continued to improve on its multi-year record of a better-than-industry-average safety record. Safety performance remains in the top quartile. Our recordable incidents were reduced by 18 percent, while lost time incidents were essentially unchanged. During the year, we developed and executed a Safety Performance Improvement Plan focusing on key facilities including those recently acquired. We formed a Manufacturing Council to share EHS best practices and strengthen manufacturing teams, and launched a Safety Cultural Change program. We continue to focus on safety basics, introducing a series of mandatory supervisory, communication, and learning initiatives.

Within our communities, Grace employees remain active and we continue to match charitable contributions to improve the impact of our efforts to improve the wellbeing of those with whom we live and work. In North America, the Grace Foundation contributed to a variety of community-based causes, including Education and Science; Health and Social Welfare; Urban, Civic and Culture; Matching Gifts; and United Way. In 40 countries around the world, Grace made additional contributions and was active in the communities where we operate, several times helping to overcome the impact of natural disasters.

In 2013, Grace affirmed its commitment to the principles in the United Nations Universal Declaration on Human Rights and the International Labor Organization's Declaration on Fundamental Principles and Rights at Work. We published a Statement on Human Rights, setting forth as company policy foundational protections of people and the environment.

The statement, available on our website, articulates Grace's commitment to the protection and advancement of Human Rights wherever we operate. This commitment is reflected and fulfilled in our programs relating to product stewardship and sustainability as well as Grace policies on ethical business conduct and compliance in legal matters.

The declaration makes affirmative statements on the importance of safety and environmental compliance; our intolerance for exploitation and child or forced labor; our commitment to pay wages aligned with local standards; our compliance with laws and industry practices regarding working hours; our pledge to maintain a harassment-free workplace with zero tolerance for violence; our commitment to diversity and non-discrimination in the recruitment, training, promotion, and compensation of employees; our recognition of employees' rights and freedoms to join or not join organizations and bargain collectively; compliance with the U.S. Foreign Corrupt Practices Act or other countries' laws intended to deter corruption and bribery; and a fundamental minimum standard of compliance with local, state and national laws regarding human rights and workers' rights everywhere we operate.



W. R. GRACE & CO. LEADERSHIP TEAM

Fred E. Festa

Chairman and Chief Executive Officer

Gregory E. Poling

President and Chief Operating Officer

Hudson La Force III

Senior Vice President and Chief Financial Officer

Mark A. Shelnitz

Vice President, General Counsel and Secretary

Pamela K. Wagoner

Vice President and Chief Human Resources Officer

Keith N. Cole

Vice President Government Relations and Environment, Health, and Safety

BOARD OF DIRECTORS

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Retired Chairman of the Board, President and Chief Executive Officer Mercantile Bankshares Corporation

Ronald C. Cambre*

Retired Chairman of the Board and Chief Executive Officer, Newmont Mining Corporation

Fred E. Festa

Chairman and Chief Executive Officer, W. R. Grace & Co.

Marye Anne Fox*

Retired Chancellor, University of California San Diego

Janice K. Henry*

Retired Senior Vice President and Treasurer, Martin Marietta Materials, Inc.

Jeffrey N. Quinn*

Chairman and Chief Executive Officer, The Quinn Group LLC and Quinpario Partners LLC

Christopher J. Steffen*

Retired Vice Chairman, Citicorp and Citibank N.A.

Mark E. Tomkins*

Retired Senior Vice President and Chief Financial Officer, Innovene

**Also serves on Audit, Nominating and Governance, Compensation, and Corporate Responsibility Committees*

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INVESTOR INFORMATION

TRANSFER AGENT

Inquiries and changes to shareholder accounts should be directed to our transfer agent:

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cpushareownerservices.com/cpuportal/index.jsp

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